

Brooks Lynn A
Form 4
March 06, 2012

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
Brooks Lynn A

(Last) (First) (Middle)
500 W. 7TH STREET
(Street)

AUBURN, IN 46706

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
TRIMAS CORP [TRS]

3. Date of Earliest Transaction (Month/Day/Year)
03/02/2012

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
President - Packaging Systems

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
____ Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	03/02/2012		M		2,000	A	\$ 20
							66,618
Common Stock	03/02/2012		S		1,823	D	\$ 24.38
							(1)
Common Stock	03/02/2012		M		8,000	A	\$ 20
							72,795
Common Stock	03/02/2012		S		7,275	D	\$ 24.67
							(2)
	03/02/2012		M		3,000	A	\$ 20
							68,520

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Common Stock							
Common Stock	03/02/2012	S	2,740	D	\$ 24.39 <u>(3)</u>	65,780	D
Common Stock	03/02/2012	M	3,000	A	\$ 20	68,780	D
Common Stock	03/02/2012	S	2,800	D	\$ 23.6 <u>(4)</u>	65,980	D
Common Stock	03/02/2012	M	6,000	A	\$ 20	71,980	D
Common Stock	03/02/2012	S	5,597	D	\$ 23.56 <u>(5)</u>	66,383	D
Common Stock	03/02/2012	M	6,000	A	\$ 20	72,383	D
Common Stock	03/02/2012	S	5,604	D	\$ 23.48 <u>(6)</u>	66,779	D
Common Stock	03/02/2012	M	4,000	A	\$ 20	70,779	D
Common Stock	03/02/2012	S	3,741	D	\$ 23.44 <u>(7)</u>	67,038	D
Common Stock	03/05/2012	M	5,000	A	\$ 20	72,038	D
Common Stock	03/05/2012	S	4,691	D	\$ 23.29 <u>(8)</u>	67,347	D
Common Stock	03/05/2012	M	5,000	A	\$ 20	72,347	D
Common Stock	03/05/2012	S	4,677	D	\$ 23.42 <u>(9)</u>	67,670	D
Common Stock	03/05/2012	M	7,000	A	\$ 20	74,670	D
Common Stock	03/05/2012	S	6,554	D	\$ 23.39 <u>(10)</u>	68,116	D
Common Stock	03/05/2012	M	5,000	A	\$ 20	73,116	D
	03/05/2012	S	4,675	D		68,441	D

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Common Stock						\$ 23.45 <u>(11)</u>	
Common Stock	03/05/2012		M	7,000	A	\$ 20	75,441 D
Common Stock	03/05/2012		S	6,565	D	\$ 23.35 <u>(12)</u>	68,876 D
Common Stock	03/05/2012		M	5,000	A	\$ 20	73,876 D
Common Stock	03/05/2012		S	4,683	D	\$ 23.42 <u>(13)</u>	69,193 D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474
(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 20	03/02/2012		M	32,000 <u>(14)</u>	06/06/2009	06/06/2012	Common Stock	32,000 <u>(14)</u>
Employee Stock Option (right to buy)	\$ 20	03/05/2012		M	34,000 <u>(14)</u>	06/06/2009	06/06/2012	Common Stock	34,000 <u>(14)</u>

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at each separate price within the ranges set forth in footnote (9) to this Form 4.

- (10) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$23.38 to \$23.47 inclusive. The reporting person undertakes to provide to TriMas Corporation, any security holder of TriMas Corporation, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in footnote (10) to this Form 4.

- (11) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$23.44 to \$23.51 inclusive. The reporting person undertakes to provide to TriMas Corporation, any security holder of TriMas Corporation, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in footnote (11) to this Form 4.

- (12) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$23.32 to \$23.46 inclusive. The reporting person undertakes to provide to TriMas Corporation, any security holder of TriMas Corporation, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in footnote (12) to this Form 4.

- (13) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$23.41 to \$23.49 inclusive. The reporting person undertakes to provide to TriMas Corporation, any security holder of TriMas Corporation, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in footnote (13) to this Form 4.

- (14) The option, representing a right to purchase a total of 177,760 shares granted June 6, 2002 pursuant to the 2002 Long Term Equity Incentive Plan, became exercisable (i) 80% vested in three equal annual installments on each June 6, 2003, June 6, 2004 and June 6, 2005; (ii) 20% vested on June 6, 2009.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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